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Jacqueline Marcus  
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Attorneys for Debtors  
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11 Case No.
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (JMP)
Debtors.	: (Jointly Administered)
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**NOTICE OF WITHDRAWAL OF DEBTORS'  
APPLICATION TO ASSUME CERTAIN EXECUTORY CONTRACTS**

PLEASE TAKE NOTICE that on October 25, 2011, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed a Plan Supplement [ECF No. 21254], as amended from time to time (the “Plan Supplement”),<sup>1</sup> containing documents and schedules in connection with the Modified Third Amended Joint Chapter 11 Plan of Lehman Brothers Holdings Inc. and its Affiliated Debtors (the “Plan”),<sup>2</sup> dated December 5, 2011 [ECF

<sup>1</sup> On November 4, 2011, the Debtors filed Amendment No. 1 to the Plan Supplement [ECF No. 21665]. On November 15, 2011, the Debtors filed Amendment No. 2 to the Plan Supplement [ECF No. 22156]. On November 22, 2011, the Debtors filed Amendment No. 3 to the Plan Supplement [ECF No. 22590]. On November 29, 2011, the Debtors filed Amendment No. 4 to the Plan Supplement [ECF No. 22742]. On December 2, 2011, the Debtors filed Amendment No. 5 to the Plan Supplement [ECF No. 22876]. On December 5, 2011, the Debtors filed Amendments No. 6 and No. 7 to the Plan Supplement [ECF Nos. 22975 and 22980].

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Plan.

No. 22973] that was confirmed by order of the Court on December 6, 2011 [ECF No. 23023]  
(the “Confirmation Order”).

PLEASE TAKE NOTICE that pursuant to the Confirmation Order, the hearing on the Debtors’ proposed assumption of certain executory contracts and unexpired leases set forth on Exhibit 2 to the Plan Supplement was adjourned until (i) February 14, 2012, or (ii) such other date as may be scheduled by the Debtors, with leave from the Court, with at least 30 days notice to the relevant counterparty, or as otherwise agreed.

PLEASE TAKE NOTICE that the Debtors hereby withdraw their application to assume the executory contracts and unexpired leases identified on Exhibit A hereto.

PLEASE TAKE NOTICE that the Debtors reserve their rights to withdraw in the future their application to assume additional executory contracts and unexpired leases set forth on Exhibit 2 to the Plan Supplement.

Dated: January 31, 2012  
New York, New York

/s/ Jacqueline Marcus  
Jacqueline Marcus  
Robert J. Lemons

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007

Attorneys for Debtors  
and Debtors in Possession

**EXHIBIT A**  
**WITHDRAWN CONTRACTS**

Counterparty	Debtor	Title of Agreement	Notice Address
ACCESS FLEX HIGH YIELD FUND	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated November 19, 2004	Mark D. Sherrill Sutherland Asbill & Brennan LLP 1275 Pennsylvania Ave., NW Washington, DC 20004
			7501 Wisconsin Avenue, Suite 1000 Bethesda, MD 20814
ACCESS VP HIGH YIELD FUND	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated November 19, 2004	Mark D. Sherrill Sutherland Asbill & Brennan LLP 1275 Pennsylvania Ave., NW Washington, DC 20004
			ProFunds 7501 Wisconsin Avenue Suite 1000 Bethesda, MD 20814 Attn: Rubin Howard
ADVENTIST HEALTH SYSTEM/SUNBELT, INC.	Lehman Brothers Special Financing Inc.	Reserve Fund Agreement dated on 11/17/2000	Michael Bernstein Rosa Evergreen Dana Yankowitz Arnold & Porter LLP 555 Twelfth St., N.W. Washington, D.C. 20004- 1206
			Susan L. Shin Arnold & Porter LLP 399 Park Avenue New York, New York 10022-4690
			Adventist Health System/Sunbelt Inc. 111 North Orlando Avenue Winter Park, FL 32789 Attn: Gary Skilton, SVP/Treasurer
ADVENTIST HEALTH SYSTEM/SUNBELT, INC.	Lehman Brothers Special Financing Inc.	Reserve Fund Agreement dated on 11/17/2000	Michael Bernstein Rosa Evergreen Dana Yankowitz Arnold & Porter LLP 555 Twelfth St., N.W. Washington, D.C. 20004- 1206
			Susan L. Shin Arnold & Porter LLP 399 Park Avenue New York, New York 10022-4690
			Adventist Health System/Sunbelt Inc. 111 North Orlando Avenue Winter Park, FL 32789 Attn: Gary Skilton, SVP/Treasurer

Counterparty	Debtor	Title of Agreement	Notice Address
ADVENTIST HEALTH SYSTEM/SUNBELT, INC.	Lehman Brothers Special Financing Inc.	Reserve Fund Agreement dated on 11/17/2000	Michael Bernstein Rosa Evergreen Dana Yankowitz Arnold & Porter LLP 555 Twelfth St., N.W. Washington, D.C. 20004- 1206
			Susan L. Shin Arnold & Porter LLP 399 Park Avenue New York, New York 10022-4690
			Adventist Health System/Sunbelt Inc. 111 North Orlando Avenue Winter Park, FL , 32789 Attn: Gary Skilton, SVP/Treasurer
BANK OF MONTREAL	Lehman Brothers Special Financing Inc.	ISDA Master Agreement (multi-currency cross-border), dated as of April 13, 1994, as amended by an Amendment to ISDA Master Agreement, dated as of December 16, 1997 (and as further amended or restated from time to time)	Craig Price 330 Madison Avenue, 34th Floor New York, NY 10017-5010
			First Bank Tower 17th Floor First Canadian Place Toronto, Ontario, M5X 1A1 Canada Attn: Senior Manager Swaps Desk
BERYL FINANCE LIMITED SERIES 2006-15	Lehman Brothers Special Financing Inc.	All derivatives contracts	Eric A. Schaffer Michael J. Venditto Reed Smith LLP 599 Lexington Avenue New York, NY 10022
			HSBC Bank, USA CTLA - Structured Finance 10 East 40th Street, Floor 14 New York, NY 10016 Attn: Thomas Musarra
			Walkers SPV Limited Walker House, 87 Mary Street George Town, Grand Cayman, Cayman Islands
BERYL FINANCE LIMITED SERIES 2008-7	Lehman Brothers Special Financing Inc.	All derivatives contracts	Eric A. Schaffer Michael J. Venditto Reed Smith LLP 599 Lexington Avenue New York, NY 10022

Counterparty	Debtor	Title of Agreement	Notice Address
			Dante Finance Public Limited Company AIB International Centre International Financial Services Centre Dublin 1, Ireland
			Walkers SPV Limited Walker House, 87 Mary Street George Town, Grand Cayman, Cayman Islands
COMMERZBANK AKTIENGESELLSCHAFT(FRANKFURT ONLY)	Lehman Brothers Commercial Corporation	All derivatives contracts	Jeffrey L. Schwartz Christopher J. Hunker Hahn & Hessen LLP 488 Madison Avenue New York, New York 10022
			Commerzbank AG 32-36 Neue Mainzer Str. Frankfurt/Main 60311 Germany Attn: CFP Risk Control
DIVERSIFIED BOND PORTFOLIO OF THE PRUDENTIAL SERIES FUND,	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated February 28, 2008	David M. Turetsky Max S. Polonsky Skadden, Arps, Slate, Meagher & Flom LLP Four Times Square New York, New York 10036
			Two Gateway Center, 7th Floor Newark, NJ 07102 Attn: Marie Mooney - Operations/ Confirms Group
DRESDNER BANK AG	Lehman Brothers Commodity Services Inc.	All derivatives contracts	Jeffrey L. Schwartz Christopher J. Hunker Hahn & Hessen LLP 488 Madison Avenue New York, New York 10022
			30 Gresham Street London, EC2P 2XY United Kingdom Marcus Nettleton (Capital Markets - FICC)
			Dresdner Bank AG London Branch P.O. Box 52715 London, EC2P 2XY United Kingdom Head of Legal Services

Counterparty	Debtor	Title of Agreement	Notice Address
	Lehman Brothers Special Financing Inc.	All derivatives contracts	Jeffrey L. Schwartz Christopher J. Hunker Hahn & Hessen LLP 488 Madison Avenue New York, New York 10022
			PO Box 52715 30 Greshman Street London, EC2P2XY United kingdom
			Jurgen-Ponto Platz 1 D- 60301 Frankfurt 60301 Germany
DRYDEN GLOBAL TOTAL RETURN FUND, INC.	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated February 28, 2008	David M. Turetsky Max S. Polonsky Skadden, Arps, Slate, Meagher & Flom LLP Four Times Square New York, New York 10036
			Two Gateway Center, 7th Floor Newark, NJ 07102 Attn: Marie Mooney - Operations/ Confirms Group
DRYDEN HIGH YIELD FUND, INC.	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated February 28, 2008	David M. Turetsky Max S. Polonsky Skadden, Arps, Slate, Meagher & Flom LLP Four Times Square New York, New York 10036
			Two Gateway Center, 7th Floor Newark, NJ 07102 Attn: Marie Mooney - Operations/ Confirms Group
DRYDEN TOTAL RETURN BOND FUND, INC.	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated February 28, 2008	David M. Turetsky Max S. Polonsky Skadden, Arps, Slate, Meagher & Flom LLP Four Times Square New York, New York 10036
			Two Gateway Center, 7th Floor Newark, NJ 07102 Attn: Marie Mooney - Operations/ Confirms Group

Counterparty	Debtor	Title of Agreement	Notice Address
EMERALDS SERIES 2007-1 TRUST	Lehman Brothers Special Financing Inc.	All derivatives contracts	Craig M. Price Chapman and Cutler LLP 330 Madison Avenue, 34th Floor New York, New York 10017-5010
			c/o Chapman and Cutler 111 West Monroe Street Chicago, IL 60603-4080 James E. Spiotto
			US Bank 100 Wall Street Suite 1600 New York, NY 10005
ESKATON PROPERTIES, INC.	Lehman Brothers Special Financing Inc.	ISDA Master Agreement dated July 28, 1999	Nava Hazan Jared Zajac McDermott Will & Emery LLP 340 Madison Avenue New York, New York 10173
			5105 Manzanita Avenue Carmichael, CA 95608- 0598
		January 4, 2007 ISDA Master Agreement	Nava Hazan Jared Zajac McDermott Will & Emery LLP 340 Madison Avenue New York, New York 10173
			5105 Manzanita Avenue Carmichael, CA 95608- 0598
EVERGREEN SOLAR, INC.	Lehman Brothers OTC Derivatives Inc.	1992 ISDA Master Agreement (Multicurrency - Cross Border), dated as of June 26, 2008	Joshua Dorchak Bingham McCutchen LLP 399 Park Avenue New York, NY 10022-4689
			138 Bartlett Street Marlboro, MA 01752-3016
FALLING U.S. DOLLAR PROFUND	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated April 22, 2002	Mark D. Sherrill Sutherland Asbill & Brennan LLP 1275 Pennsylvania Ave., NW Washington, DC 20004
			ProFunds 7501 Wisconsin Avenue Suite 1000 Bethesda, MD 20814 Attn: Rubin Howard



Counterparty	Debtor	Title of Agreement	Notice Address
FALLING US DOLLAR PROFUNDS VP	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated April 22, 2002	Mark D. Sherrill Sutherland Asbill & Brennan LLP 1275 Pennsylvania Ave., NW Washington, DC 20004
			ProFunds 7501 Wisconsin Avenue Suite 1000 Bethesda, MD 20814 Attn: Rubin Howard
FEDERAL HOME LOAN BANK OF INDIANAPOLIS	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated February 28, 1992	Bennette D. Kramer Schlam Stone & Dolan LLP 26 Broadway New York, NY 10004
			8250 Woodfield Crossing Blvd. Indianapolis, Indiana 46240 Attn: Laura L. DiCioccio
FLORIDA POWER & LIGHT COMPANY	Lehman Brothers Commodity Services Inc.	ISDA Master Agreement dated August 14, 2006 and related schedules and confirmations	George A. Zimmerman Max S. Polonsky Skadden Arps Slate Meagher & Flom LLP Four Times Square New York, New York 10036
			c/o Energy Marketing & Trading Division Mail Stop EMT/JB, 700 Universe Blvd. Juno Beach, Florida 33408 Attn: Contracts/Legal
HESS CORPORATION AND HESS ENERGY POWER & GAS COMPANY (UK), LIMITED	Lehman Brothers Commodity Services Inc.	ISDA Master Agreement, dated December 13, 2005	Claude G. Szyfer Stroock & Stroock & Lavan LLP 180 Maiden Lane New York, NY 10038
			Hess Corporation 1185 Avenue of the Americas New York, NY 10036  Attn: Charles F. Cerria, Esq.
HIGH YIELD BOND PORTFOLIO OF THE PRUDENTIAL SERIES FUND	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated February 28, 2008	David M. Turetsky Max S. Polonsky Skadden Arps LLP Four Times Square New York, New York 10036
			Two Gateway Center, 7th Floor, Newark, NJ 07102 Attn: Marie Mooney - Operations/ Confirms Group

Counterparty	Debtor	Title of Agreement	Notice Address
LVFN PARTNERS, L.P.	Lehman Brothers Special Financing Inc.	All derivatives contracts, including that certain interest rate swap agreement, dated March 19, 2008 and evidenced by Lehman Global Deal ID 3724533, and that certain interest rate swap agreement, dated April 25, 2008 and evidenced by Lehman Global Deal ID 3795484	Thomas J. Moloney Cleary Gottlieb LLP One Liberty Plaza New York, New York 10006
			201 Main Street, Suite 2600 Fort Worth, TX 76102  Attn: Thomas White
			Relationship Funding 227 West Monroe, Suite 4900 Chicago, IL 60606  Attn: Operations Department
MIZUHO CORPORATE BANK, LTD.	Lehman Brothers Commercial Corporation	All derivatives contracts	Claude Szyfer Stroock & Stroock & Lavan LLP 180 Maiden Lane New York, New York 10038
			1-3-3, Marunouchi, Chiyoda-ku Tokyo, Japan 100-8210 Japan
			5-5 Otemachi 1- chome Chiyoda-ku Tokyo 100 Japan Attn: Mr. Ikuo Sato
			1251 Avenue of the Americas New York, NY 10020 Attn: Hidenori Wantabe
MIZUHO SECURITIES CO., LTD.	Lehman Brothers Special Financing Inc.	All derivatives contracts	Claude Szyfer Stroock & Stroock & Lavan LLP 180 Maiden Lane New York, New York 10038
			Otemachi First Square 1-5-1, Otemachi Chiyoda-ku, Tokyo 100-0004 Japan

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NEXTERA ENERGY POWER MARKETING, LLC (FORMERLY KNOWN AND LISTED ON EXHIBIT 2 TO THE PLAN SUPPLEMENT AS FPL ENERGY POWER MARKETING INC.)	Lehman Brothers Commodity Services Inc.	ISDA Master Agreement dated January 30, 2007	George A. Zimmerman Max S. Polonsky Skadden Arps Slate Meagher & Flom LLP Four Times Square New York, New York 10036
			700 Universe Blvd. Juno Beach, Florida 33408 Attn: Contracts/Legal
OAK HILL CREDIT PARTNERS IV LIMITED	Lehman Brothers Special Financing Inc.	ISDA Master Agreement dated April 12, 2006	Mark C. Ellenberg John Thompson Cadwalader, Wickersham & Taft LLP 700 6th Street, NW Washington, DC 20001
			HSBC Bank, USA CTLA - Structured Finance 10 East 40th Street, Floor 14 New York, NY 10016 Attn: Thomas Musarra
			Oak Hill Advisors, L.P. 1114 Avenue of the Americas New York, NY 10036
OAKLAWN PSYCHIATRIC CENTER, INC.	Lehman Brothers Special Financing Inc.	1992 ISDA Master Agreement, dated August 14, 2006	Shawn R. Fox Mcguirewoods LLP 1345 Avenue of the Americas Seventh Floor New York, NY 10105
			330 Lakeview Drive Goshen, IN 46527
PRESBYTERIAN HOMES	Lehman Brothers Special Financing Inc.	All derivatives contracts	Carole Neville SNR Denton US LLP 1221 Avenue of the Americas New York, NY 10020-1089
			Presbyterian Homes - Corporate Headquarters 3200 Grant Street Evanston, IL 60201
RACERS 2007-7-MM	Lehman Brothers Special Financing Inc.	All derivatives contracts	Craig M. Price Chapman and Cutler LLP 330 Madison Avenue, 34th Floor New York, New York 10017-5010

Counterparty	Debtor	Title of Agreement	Notice Address
			Restructured Asset Securities with Enhanced Returns, c/o U.S. Bank Trust National Association 300 Delaware Avenue, 9th Floor Wilmington, Delaware, 19801 Corporate Trust Administration
			U.S. Bank National Association 100 Wall Street New York NY, 10001 David Kolibachuk and Marlene Fahey
RIDDLE MEMORIAL HOSPITAL HEALTH CARE CENTER III ASSOCIATES	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated March 07, 2003	Christopher S. Chow Ballard Spahr LLP 919 N. Market Street, 11th Floor Wilmington, DE 19801
			1068 W. Baltimore Pike Media, PA 19063
SAPHIR FINANCE PLC 2007-5	Lehman Brothers Special Financing Inc.	All derivatives contracts	Eric A. Schaffer Michael J. Venditto Reed Smith LLP 599 Lexington Avenue New York, NY 10022
			AIB International Center International Financial Services Center North Wall Quay Dublin 1, Ireland Attn: Tom Geary/ Adrian Wrafter
			BNY Corporate Trustee Services Limited - London Branch One Canada Square London London, E14 5AL United Kingdom
			HSBC Bank, USA CTLA - Structured Finance 10 East 40th Street, Floor 14 New York, NY 10016 Attn: Thomas Musarra
TIAA STRUCTURED FINANCE CDO 1, LIMITED	Lehman Brothers Financial Products Inc.	All derivatives contracts	Eric A. Schaffer Michael J. Venditto Reed Smith LLP 599 Lexington Avenue New York, NY 10022

Counterparty	Debtor	Title of Agreement	Notice Address
			1209 Orange Street Wilmington, Delaware 19801
			PO Box 1093 GT Queensgate House South Church Street Grand Cayman, Cayman Islands, British West Indies
			The Bank of New York Mellon as Trustee 601 Travis, 17th Floor Chase Center Houston, TX 77002 Attn: Faheem Ansari
			The Directors 730 Third Avenue New York, NY 10017
TOKYO GAS COMPANY, LTD.	Lehman Brothers Commodity Services Inc.	ISDA Master Agreement, dated August 6, 2007	Ira A. Reid Baker & McKenzie LLP 1114 Avenue of the Americas New York, NY 10036
TOKYO GAS COMPANY, LTD.	Lehman Brothers Commodity Services, Inc.	Long-form confirmation, dated May 20, 2008	Ira A. Reid Baker & McKenzie LLP 1114 Avenue of the Americas New York, NY 10036
URSULINE ACADEMY DEDHAM, INC.	Lehman Brothers Special Financing Inc.	ISDA Master Agreement dated April 8, 2004	Edward A. Smith Rishi Kapoor Venable LLP Rockefeller Center 1270 Avenue of the Americas, 24th Floor New York, New York 10020
			Frederick B. Horgan Business Manager Ursuline Academy Inc. 85 Lowder Street Dedham, MA 02081
WATERSTONE CAPITAL ADVISORS LLC	Lehman Brothers Special Financing Inc.	Purchase and Sale Agreement dated May 23, 2007	Frederick D. Hyman Mayer Brown LLP 1675 Broadway New York, New York 10019
			8720 Red Oak Boulevard, Suite 300 Charlotte, NC 28217
WATERSTONE CAPITAL ADVISORS LLC	Lehman Brothers Special Financing Inc.	Forward Purchase Agreement dated May 30, 2008	Frederick D. Hyman Mayer Brown LLP 1675 Broadway New York, New York 10019

Counterparty	Debtor	Title of Agreement	Notice Address
			8720 Red Oak Boulevard, Suite 300 Charlotte, NC 28217
WORKERS COMPENSATION INSURANCE FUND	Lehman Brothers Special Financing Inc.	ISDA Master Agreement, dated as of December 18, 2007	Stephanie R. Tumbiolo Cravath, Swaine & Moore LLP 825 8th Avenue New York, NY 10019